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GREAT CHINA HOLDINGS LIMITED

大中華集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 141)

PROFIT WARNING

This announcement is made by the Group pursuant to the provisions of inside information under Part XIVA of the Securities and Future Ordinance (Cap. 571, Laws of Hong Kong) (the “SFO”) and Rule 13.09 of the Listing Rules.

The Board wishes to inform the Shareholders and potential investors that it is anticipated that the profit to be recorded by the Group for the year ended 31 December 2013 will decrease significantly as compared with the profit recorded by the Group for the year ended 31 December 2012.

The information contained in this announcement is only based on a preliminary review of the unaudited management accounts of the Group for the year ended 31 December 2013 of the Group, which have not been reviewed by the Company’s auditor.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

This announcement is made by Great China Holdings Limited (the “**Company**”), and its subsidiaries (collectively, the “**Group**”) pursuant to the provisions of inside information under Part XIVA of the Securities and Future Ordinance (Cap. 571, Laws of Hong Kong) (the “SFO”) and Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”).

The board of directors (the “**Board**”) of the Company wishes to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that the Group expects to record a significant decrease in profit for the year ended 31 December 2013 as compared with the profit recorded by the Group for the year ended 31 December 2012. Based on the analysis of the current information available, such significant decrease in profit is mainly attributable to the share of results of associates amounted to HK\$107,382,000 and net gain on disposal of associates amounted to HK\$95,462,000 recorded in the year ended 31 December 2012. The associated companies were disposed in October 2012 and there is no contribution from the same item to the Group in 2013.

The information contained in this announcement is only based on the preliminary assessment of the Group's financial figures, which have not been reviewed by the Company's auditor. Such financial information will be subject to finalisation and necessary adjustments. Details of the Group's performance will be disclosed in its final results for the year ended 31 December 2013 which is expected to be published in late March 2014.

Shareholders and potential investors should exercise caution when dealing in the shares of the Company.

By order of the Board
Great China Holdings Limited
John Ming Tak HO
Managing Director

Hong Kong, 7 February 2014

As at the date of this announcement, the Board comprises four executive directors, namely Mr Rustom Ming Yu HO (Chairman of the Board), Mr John Ming Tak HO (Managing Director), Mr Patrick Kwok Wai POON and Mr Maung Tun MYINT; one non-executive director, namely Ms Yu Gia HO; and three independent non-executive directors, namely Mr Lawrence Kam Kee YU BBS, MBE, JP, Mr David Hon To YU and Mr Hsu Chou WU.